

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

Genesis Global Holdco, LLC, *et al.*,¹

Debtors.

)
) Chapter 11

)
) Case No. 23-10063 (SHL)

)
) (Jointly Administered)
)

**THIRD DECLARATION IN SUPPORT OF
APPLICATION FOR ORDER AUTHORIZING
THE EMPLOYMENT AND RETENTION OF HOULIHAN
LOKEY CAPITAL, INC. AS INVESTMENT BANKER FOR THE
OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF GENESIS
GLOBAL HOLDCO, LLC, ET AL. NUNC PRO TUNC TO FEBRUARY 3, 2023**

I, Brad Geer, pursuant to 28 U.S.C. § 1746, hereby declare that the following is true and correct to the best of my knowledge, information, and belief:

1. I am a Managing Director of Houlihan Lokey Capital, Inc. (“**Houlihan Lokey**”), and am duly authorized to execute this declaration on behalf of Houlihan Lokey. I am familiar with the matters set forth herein and, if called as a witness, I could and would testify thereto. Except as otherwise noted, I have personal knowledge of the matters set forth herein.²

2. I submit this supplemental declaration (the “**Third Declaration**”) pursuant to sections 328(a) and 1103 of title 11 of the United States Code (the “**Bankruptcy Code**”), Rule 2014(a) and Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”),

¹ The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor’s tax identification number (as applicable), are: Genesis Global Holdco, LLC (8219); Genesis Global Capital, LLC (8564); Genesis Asia Pacific Pte. Ltd. (2164R). For the purpose of these Chapter 11 Cases, the service address for the Debtors is 250 Park Avenue South, 5th Floor, New York, NY 10003.

² Certain of the disclosures herein relate to matters within the personal knowledge of other professionals at Houlihan Lokey and are based on information provided by them. Unless otherwise stated, all matters set forth in this Declaration are based on my personal knowledge, my review of the relevant documents, information supplied to me by others, or my views, which are based on, among other things, my experience and knowledge of the Debtors’ business and financial condition.

and Rules 2014-1, 2016-1 and Rule 9013-1 of the Local Rules for the United States Bankruptcy Court for the Southern District of New York (the “**Local Rules**”) in support of the *Application of the Official Committee of Unsecured Creditors for Entry of an Order pursuant to 11 U.S.C. §§ 328(a) and 1103, Fed. R. Bankr. P. 2014 and 5002, and Local Rule 2014-1 Authorizing the Retention and Employment of Houlihan Lokey Capital, Inc. as Investment Banker to the Official Committee of Unsecured Creditors*, Nunc Pro Tunc to February 3, 2023 [Docket No. 130] (the “**Application**”) for the Official Committee of Unsecured Creditors (the “**Committee**”).³ A first declaration was submitted by Saul E. Burian as Exhibit B to the Application (the “**First Declaration**”).

3. On April 13, 2023, the Court entered the *Order Authorizing Retention and Employment of Houlihan Lokey Capital, Inc. as Investment Banker to the Official Committee of Unsecured Creditors* Nunc Pro Tunc to February 3, 2023 [Docket No. 219] (the “**Retention Order**”).

4. On August 30, 2023, I submitted a second supplemental declaration [Docket No. 638] (the “**Second Declaration**,” and, together with the First Declaration, the “**Prior Declarations**”) following a periodic disclosure review consistent with the Retention Order.

5. On October 6, 2023, the Debtors filed the *Supplemental Declaration of Jane VanLare in Support of Applications for Entry of Orders Authorizing Employment and Retention of Cleary Gottlieb Steen & Hamilton LLP as Counsel for the Debtors and Debtors-in-Possession* [Docket No. 783] and provided to Houlihan Lokey an unredacted list of potential parties in interest in connection therewith.

³ Capitalized terms not otherwise defined herein shall have the meanings ascribed to such terms in the Application.

Supplemental Disclosure Regarding Known Party in Interest

6. As noted in the Prior Declarations, Houlihan Lokey has reviewed and will continue to review its files periodically during these chapter 11 cases with respect to known and newly-identified parties in interest (“**Interested Parties**”). To the extent any new relevant facts or relationship are discovered or arise, Houlihan Lokey will use reasonable efforts to identify such developments and will promptly file a supplemental declaration.

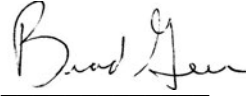
7. In accordance with same, on or about October 27, 2023, Houlihan Lokey conducted an updated disclosure review with respect to additional Interested Parties provided by the Debtors against certain internal databases of Houlihan Lokey, including Houlihan Lokey’s client management information system. Based upon such updated disclosure review, Houlihan Lokey makes the supplemental disclosure attached as **Exhibit 1** hereto.

Reaffirmation of Statement of Disinterestedness

8. Based on the foregoing, to the best of my knowledge and insofar as I have been able to ascertain, (a) Houlihan Lokey is a “disinterested person” within the meaning of section 101(14) of the Bankruptcy Code, (b) Houlihan Lokey holds no interest adverse under section 1103(b) of the Bankruptcy Code, and (c) Houlihan Lokey has no connection to the Debtors, their creditors, or other parties in interest, except as may be disclosed in the Application the First Declaration, or this Second Declaration. Accordingly, I respectfully submit that the requirements for Houlihan Lokey’s retention as investment banker for the Committee have been met.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge, information, and belief.

Dated: November 15, 2023
New York, New York

A handwritten signature in black ink, appearing to read "Brad Geer", written over a horizontal line.

Brad Geer
Managing Director
Houlihan Lokey Capital, Inc.

Exhibit 1

Connections Disclosure

Active Engagements

Alvarez & Marsal Holdings, LLC

[REDACTED]

Closed Engagements

[REDACTED]

Shearman & Sterling LLP

[REDACTED]